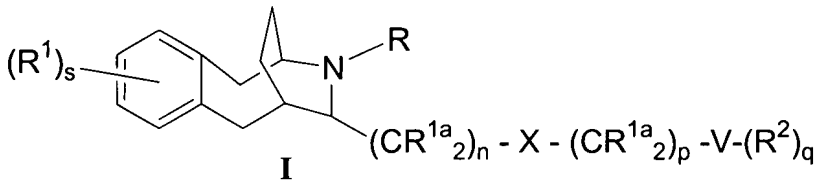
Please amend the claims as shown below:

1. (Currently Amended) A compound of Formula I



I

wherein

R is selected from

1) H,
2) ~~OR4;~~
3) unsubstituted or substituted C_1-C_{10} alkyl,
4) unsubstituted or substituted aryl,
5) ~~unsubstituted or substituted C_3-C_{10} cycloalkyl;~~
6) unsubstituted or substituted heterocycle,
7) ~~C(O)R4;~~
8) ~~C(O)OR4; and~~
9) ~~C(O)N(R4)2;~~

R^{1a} is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_6 alkyl, and
3) OR^4;

R^{1b} is independently selected from

1) H, and
2) unsubstituted or substituted C_1-C_6 alkyl;

X is selected from

1) a bond,
2) C(O), and
3) O, ~~and~~

~~4) NR^4;~~

R^1 is independently selected from

1) H,
2) halo,
3) OR^4,
4) NO_2,
~~5) $S(O)_mR^4$;~~
~~6) CN~~
7) unsubstituted or substituted C_1-C_{10} alkyl,
~~8) unsubstituted or substituted aryl,~~
~~9) unsubstituted or substituted C_2-C_6 alkenyl,~~
~~10) unsubstituted or substituted C_3-C_{10} cycloalkyl,~~
~~11) unsubstituted or substituted alkynyl,~~
~~12) unsubstituted or substituted heterocycle,~~
13) $-C(O)R^4$,
14) $C(O)OR^4$,
15) $C(O)N(R^4)_2$,
~~16) $S(O)_mN(R^4)_2$, and~~
17) $N(R^4)_2$;

V is selected from aryl and heterocycle;

~~1) H,~~
~~2) CF_3,~~
~~3) aryl,~~
~~4) heterocycle, and~~
~~5) C_3-C_{10} cycloalkyl;~~

R^2 is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_{10} alkyl,
3) $-(CR^{1b})_tOR^4$,
4) Halo,

5) CN,
6) NO_2,
7) CF_3,
8) $-(CR^{1b})_tN(R^4)_2$,
9) $-C(O)OR^4$,
10) $-C(O)R^4$,
~~11) $-S(O)_2R^4$,~~
12) $-(CR^{1b})_tNR^4(CR^{1b})_tR^5$,
13) $-(CR^{1b})_tS(O)_mNR^4$,
14) $-C(O)OR^4R^5$,
15) $-NR^4C(O)R^4$,
~~16) unsubstituted or substituted aryl, and~~
~~17) unsubstituted or substituted heterocycle;~~

R^4 is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_{10} alkyl,
3) unsubstituted or substituted C_3-C_{10} cycloalkyl,
4) unsubstituted or substituted aryl,
5) unsubstituted or substituted heterocycle, and
6) CF_3;

R^5 is independently selected from

1) unsubstituted or substituted aryl, and
2) unsubstituted or substituted heterocycle;

m is independently 0, 1 or 2;
n is 0 to ~~6~~ 4;
p is 0 to ~~6~~ 4;
q is 0 to ~~6~~ 4, provided that when V is H or CF_3, q is 0; and
s is 0 to 16;
t is independently 0 to 6;

or a pharmaceutically acceptable salt or stereoisomer thereof.

2. (Currently Amended) The compound according to Claim 1 wherein R^{1b}, R^4, R^5 and variables m, n, p, q and t are as defined in Claim 1 and

R is selected from

1) H,
~~2) OR^4,~~
3) unsubstituted or substituted C_1-C_{10} alkyl, and
~~4) unsubstituted or substituted aryl.~~

R^{1a} is independently selected from

1) H, and
2) unsubstituted or substituted C_1-C_6 alkyl;

X is selected from

1) a bond, and
2) C(O);

R^1 is independently selected from

1) H,
2) halo,
3) OR^4,
4) $N(R^4)_2$,
5) NO_2, and
~~6) unsubstituted or substituted C_1-C_{10} alkyl;~~

V is selected from aryl and heterocycle;

~~1) H,~~
~~2) CF_3,~~
~~3) aryl, and~~
~~4) heterocycle;~~

R^2 is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_{10} alkyl,
~~3) $(CR^{1b})_tOR^4$,~~
4) Halo,
~~5) CN,~~
~~6) NO_2,~~
~~7) CF_3,~~
~~8) $(CR^{1b})_tN(R^4)_2$,~~
~~9) $C(O)OR^4$,~~
~~10) $(CR^{1b})_tS(O)_mNR^4$,~~
~~11) $(CR^{1b})_tNR^4(CR^{1b})_tR^5$,~~
~~12) $C(O)OR^4R^5$, and~~
~~13) $NR^4C(O)R^4$;~~

s is 0 to 6;
or a pharmaceutically acceptable salt or stereoisomer thereof.

3. (Currently Amended) The compound according to Claim 1 wherein R^{1b}, X, R^1, R^2, R^4, R^5 and variables m and t are as defined above and:

R^{1a} is independently selected from
1) H, and
2) unsubstituted or substituted C_1-C_6 alkyl;

V is phenyl; ~~selected from~~
~~1) aryl, and~~
~~2) heterocycle;~~

n is 0 or 1; ~~to 3~~;
p is 0 to 3;
q is 0 to 3;

or a pharmaceutically acceptable salt or stereoisomer thereof.

4. (Original) A compound that is:

(6*R*,9*S*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*R*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*S*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*S*,9*R*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulene;

(6*S*,9*R*,11*S*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;
(6*S*,9*R*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*S*,9*R*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*R*,9*S*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*R*,9*S*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*S*,9*R*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulen-1-amine;

(6*S*,9*R*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-1-amine;

(6*R*,9*S*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulen-1-amine;

(6*R*,9*S*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-1-amine;

(6*S*,9*R*,11*S*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;
(6*S*,9*R*,11*S*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*S*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

or a pharmaceutically acceptable salt or stereoisomer thereof.

5. (Original) A compound according to Claim 4 that is:

(6*R*,9*S*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*R*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

or a pharmaceutically acceptable salt or stereoisomer thereof.

6. (Withdrawn) A pharmaceutical composition which is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.

7. (Withdrawn) A method of modulating the catalytic activity of protein kinases in a mammal in need thereof comprising contacting the protein kinase with a compound of Claim 1.

8. (Withdrawn) The method of Claim 7 wherein the protein kinase is an RTK.

9. (Withdrawn) The method of Claim 8, wherein the RTK is selected from IR, IGF-1R and IRR.

10. (Withdrawn) A method of treating or preventing a PK-related disorder in a mammal in need thereof comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

11. (Withdrawn) A method of Claim 10, wherein the PK-related disorder is an IGF-1R-related disorder selected from:

1) cancer,
2) diabetes,
3) an autoimmune disorder,
4) a hyperproliferation disorder,

5) aging,
6) acromegaly, and
7) Crohn's disease.

12. (Withdrawn) A method of treating cancer in a mammal in need of such treatment comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

13. (Withdrawn) A method of treating retinal vascularization comprising administering to a mammal in need of such treatment a therapeutically effective amount of a compoung of Claim 1.

14. (Withdrawn) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a second compound selected from:

1) an estrogen receptor modulator,
2) an androgen receptor modulator,
3) retinoid receptor modulator,
4) a cytotoxic agent,
5) an antiproliferative agent,
6) a prenyl-protein transferase inhibitor,
7) an HMG-CoA reductase inhibitor,
8) an HIV protease inhibitor,
9) a reverse transcriptase inhibitor, and
10) an angiogenesis inhibitor.

15. (Withdrawn) The method of Claim 14, wherein the second compound is an estrogen receptor modulator selected from tamoxifen and raloxifene.

16. (Withdrawn) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with radiation therapy.

17. (Withdrawn) The method of Claim 16 wherein radiation therapy is also administered.

18. (Withdrawn) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and paclitaxel or trastuzumab.

19. (Withdrawn) A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and a GPIIb/IIIa antagonist.

20. (Withdrawn) The method of Claim 19 wherein the GPIIb/IIIa antagonist is tirofiban.

21. (Withdrawn) A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a COX-2 inhibitor.